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UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF CALIFORNIA

SHAMEIKA MOODY as an individual and on
behalf all of others similarly situated,

Plaintiff,
vs.

CHARMING SHOPPES OF DELAWARE,
INC., a corporation; and DOES 1 through 50,
inclusive,

Defendants.

Case No.: C 07-06073 MHP

**DECLARATION OF CRAIG S. HUBBLE IN
SUPPORT OF PLAINTIFF'S OPPOSITION
TO DEFENDANT CHARMING SHOPPES,
INC.'S MOTION TO DISMISS FOR LACK
OF PERSONAL JURISDICTION PURSUANT
TO F.R.C.P. RULE 12(B)(2)**

JUDGE: HON. MARILYN HALL PATEL
DATE: MAY 5, 2008
TIME: 2:00 p.m.
COURTROOM: 15

DECLARATION OF CRAIG S. HUBBLE

I, CRAIG S. HUBBLE, declare as follows:

1. I am an individual over the age of 18. I am a California bar-admitted attorney with a private practice. My firm is the Diversity Law Group, P.C. and I am one of the attorneys of record for Plaintiff Shameika Moody. I have personal knowledge of the facts set forth below and if called to testify I could and would do so competently.

2. While her Complaint originally named only CSDI – the entity that was named on the pay stubs and wage statements provided to her – Plaintiff Shameika Moody (“Plaintiff”) filed a First Amended Complaint on or about January 18, 2008, naming Charming Shoppes, Inc. (“CSI”) and Lane Bryant, Inc. (“LBI”) as additional defendants.

• CSI’S SEC FILINGS

3. Attached hereto as Exhibit A is a true and correct excerpt from the Form 10-K Annual Report filed with the SEC on April 2, 2008 by CSI. Given that the document numbers approximately 250 pages, Plaintiff is submitting the first 41 pages, which contain the relevant excerpts, rather than the entire document.

4. Attached hereto as Exhibit B is a true and correct of CSI’s 2006 Annual Report.

5. Attached hereto as Exhibit C is a true and correct of a Form 8-K Report of Unscheduled Material Events or Corporate Changes filed with the SEC on or about February 6, 2008.

• EMPLOYEE HANDBOOK

6. Attached hereto as Exhibit D is a true and correct of the handbook provided to Plaintiff in connection with her employment with CSI.

• CSI’S PRESS RELEASES

7. After the tragic shooting in a Lane Bryant store in Tinley Park, Illinois, claimed the lives of five women, Lane Bryant issued a press release offering sympathy to their families. The press release concludes by stating that “Lane Bryant is owned and operated by Charming Shoppes, Inc.” A true and correct copy of the February 6, 2008 press release is attached hereto as Exhibit E.

1 8. Attached hereto as Exhibit F is a true and correct of a press release issued by CSI on or
2 about March 13, 2008.

3 9. Attached hereto as Exhibit G is a true and correct of a press release issued by CSI on or
4 about November 14, 2007, concerning the creation of a Corporate Marketing Group and the promotion
5 of Tim White to the position of Executive Vice President and Chief Marketing Officer of CSI.

6 10. Attached hereto as Exhibit H is a true and correct of a press release issued by CSI on or
7 about June 25, 2007, concerning the promotion of LBI's current President, LuAnn Via, to her current
8 position.

9 11. Attached hereto as Exhibit I is a true and correct of a press release issued by CSI on or
10 about March 19, 2008, announcing CSI's fourth quarter results.

11 12. Attached hereto as Exhibit J is a true and correct of a press release issued by CSI on or
12 about April 2, 2008, concerning CSI's mailing of definitive proxy materials.

13 13. Attached hereto as Exhibit K is a true and correct of a press release issued by CSI on or
14 about February 5, 2008, concerning CSI's initiatives to streamline its business operations.

15 • **CSI'S WEBSITE**

16 14. In the "Investor Relations" section of its website (www.charming.com), CSI provides
17 "Company Facts," highlighting CSI's history and describing its core brands. Under the heading
18 "Associates," CSI states "Charming Shoppes, Inc. employs approximately 30,000 associates." A true
19 and correct print-out of the referenced webpage is attached hereto as Exhibit L.

20 15. In the same subsection of its website, CSI represents that it is "the parent company of
21 four distinct brands" and describes CSI's "Core Brands."

22 16. On the same webpages, CSI also lists all of the domain names that it owns, including
23 lanebryant.com, fashionbug.com and catheirnes.com. When I accessed these websites, I was taken to
24 pages on CSI's website. For example, "lanebryant.com" is actually "lanebryant.charming.com."

25 17. On another page of its website, CSI plugs its commitment to fostering a diverse culture
26 "among our more than 30,000 associates across the country." A true and correct print-out of the
27 referenced webpage is attached hereto as Exhibit M.

1 18. CSI's website provides a wealth on information for potential job applicants, as well,
2 featuring a section entitled "Career Center." On its "Career Opportunities" page, CSI instructs
3 potential employees interested in a position in one of CSI's 2,400+ retail stores to print and complete
4 an employment application, a PDF version of which is linked on the website, then "bring [the]
5 completed application" to the nearest CSI brand store. A true and correct print-out of the referenced
6 webpage is attached hereto as Exhibit N.

7 19. The employment application bears CSI's logo at the top of the page, and lists CSI's
8 various brand names at the bottom, including Lane Bryant, Fashion Bug and Catherines.
9 Significantly, the document is entitled "CHARMING SHOPPES, INC. EMPLOYMENT
10 APPLICATION." Before completing the required personal information, the applicant is asked to
11 check their "DIVISION OF CHOICE," including "Charming Corporate," "Lane Bryant," "Fashion
12 Bug," "Lane Bryant Outlet," "Catherines," and "Petite Sophisticate." A true and correct print-out of
13 the Charming Shoppes, Inc. Employment Application is attached hereto as Exhibit O.

14 20. The "Career Center" section of CSI's website also contains detailed information about
15 the benefits provided by CSI to its employees. True and correct print-outs of the webpages detailing
16 the various benefits provided by CSI to its employees are attached hereto as Exhibit P.

17 21. According to its website, CSI currently has at least 175 retail stores in California,
18 including 90 Lane Bryant, 45 Fashion Bug, 36 Catherines Plus Sizes and 4 Petite Sophisticate. A true
19 and correct print-out of the referenced webpage is attached hereto as Exhibit Q. In addition, a search
20 of store locations on the website maintained for Lane Bryant Outlet revealed at least 11 Lane Bryant
21 Outlet stores in California. A true and correct print-out of the referenced webpage is attached hereto
22 as Exhibit R.

23 22. In the "FAQ subsection" of the "Career Center" section of its website, CSI states that it
24 not only allows, but encourages employees to transfer within its various divisions. CSI states that it
25 encourages its associates to "explor[e] career options across the corporation." CSI adds that, it
26 "promote[s] from within whenever possible, and our multiple brands provide many opportunities for
27 associates to explore." A true and correct print-out of the "FAQ" webpages from CSI's website is
28 attached hereto as Exhibit S.

1 23. True and correct print-outs of the “Job Categories/Department Previews” webpages
2 from CSI’s website are attached hereto as Exhibit T.

3 • **ADDITIONAL CSI FACILITY AND EMPLOYEES IN CALIFORNIA**

4 24. The “Career Center” section of CSI’s website also features the ability to search “current
5 job openings.” A potential employee can search by position, brand or location. When I performed a
6 search of all available positions within California, it revealed not only potential opportunities in CSI’s
7 retail locations, but also a position for a Quality Control Inspector in Charming Shoppes Santa Fe
8 Springs, California facility. Santa Fe Springs is a centralized location for the textile and apparel
9 industry in a suburb of Los Angeles, California. The ad for this positions states that CSI is “searching
10 for a Quality Control Inspector for our inspection facility in Santa Fe Springs, CA.” A true and correct
11 print out of the employment ad is attached hereto as Exhibit U.

12 25. After clicking on the “Apply Online” tab, I was directed to another page that not only
13 contains the exact same language, but also specifically identifies the “Division” within which the
14 position operates as “Charming Shoppes.” A true and correct print out of this second ad/webpage is
15 attached hereto as Exhibit V.

16 26. In addition, a virtually identical ad was posted on the careerbuilder.com website,
17 identifying the company/employer as “Charming Shoppes” and referencing the CSI inspection facility
18 in Santa Fe Springs, California. A true and correct print out of the careerbuilder.com ad is attached
19 hereto as Exhibit W.

20 27. I subsequently searched of the yellowbook.com website, operated by AT&T, and it
21 revealed that “Charming Shops Quality Control” is located at 12816 Shoemaker Ave., in Santa Fe
22 Spring, California. A true and correct print out of the yellowbook.com results are attached hereto as
23 Exhibit X. A search of area codes revealed that the 562 area code has been assigned for use in
24 Southern California.

25 28. I called the listed telephone number at approximately 6:00 p.m. on April 8, 2008. I was
26 greeted by an automated message that stated: “Hi. You have reached Charming Shoppes’ inspection
27 team. Please leave a brief message, and we will call you back as soon as possible. Thank you.”

1 • **ADDITIONAL EVIDENCE**

2 29. On April 8, 2008 at approximately 6:20 p.m., I called the toll free “Financial
3 Compliance Hotline” telephone number listed in the handbook provided to Plaintiff. I was greeted by
4 a message that stated: “My name is Colin Stern, General Counsel of Charming Shoppes. This
5 telephone line has been set up for employees of Charming Shoppes who wish to submit to the Audit
6 Committee of the Charming Shoppes Board of Directors confidential, anonymous complaints or
7 concerns regarding the Company’s financial statement disclosures, accounting, internal accounting
8 controls or auditing matters. Please leave details of your concerns and complaints on the voice
9 recorder, which I have sole and exclusive access. I will then forward these complaints and concerns to
10 the Audit Committee, which will review and consider them and take appropriate action. Concerns
11 related to other matters should be directed through the appropriate channels as outlined in the
12 Company’s policies and practices guidelines.”

13 • **ADDITIONAL DISCOVERY AS TO JURISDICTIONAL ISSUES**

14 30. In the event that this Court is inclined to grant CSI’s Motion to Dismiss, Plaintiff
15 should also be allowed to propound written discovery requests, obtain documentation and conduct
16 deposition discovery regarding the extent of the CSI’s participation in the day-to-day activities of its
17 incorporated divisions (such as LBI), including the extent of CSI’s involvement in:

- 18 • reducing store payroll hours;
- 19 • the decision to close approximately 150 retail stores, as well as the locations of the
- 20 • closed stores;
- 21 • the determination of associate compensation;
- 22 • the provision of employee benefits to associates;
- 23 • inventory management;
- 24 • identifying new store locations and the negotiation of store leases;
- 25 • store design and construction;
- 26 • loss prevention;
- 27 • marketing;
- 28 • distribution/logistics;

- the elimination of employee positions and termination of employees; and
- budgeting, auditing and payroll functions.

31. In addition, Plaintiff should be permitted to obtain and review documentation including employee handbooks for all of the retail locations of CSI's brands in California, wage statements, organizational charts, joint management documents and joint human resources documents.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct. Executed on this 14th day of April, 2008.

Craig S. Hubble